

**GATX**

No. 6-128A017  
MAY 8 1986  
Date .....  
Fee \$ 10.00 .....

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6200

ICC Washington, D. C.

LAW DEPARTMENT

May 6, 1986

Secretary of the Interstate  
Commerce Commission  
Washington, D.C. 20006

RECORDATION No. 5887-111 Filed 1425

MAY 8 1986 - 9 22 AM

RE: General American Transportation Corporation  
Equipment Trust Series 67

INTERSTATE COMMERCE COMMISSION

Gentlemen:

Enclosed herewith are five (5) signed copies of a Supplemental Agreement dated as of March 31, 1986, deleting a portion of the railroad cars covered by the above Trust Agreement, together with our check for \$10.00 to cover the filing and recordation fees.

The Trust Agreement was first recorded in the office of the Secretary of the Interstate Commerce Commission on November 25, 1970 under Recordation No. 5887.

The Trust Equipment deleted by the enclosed consists of railroad cars described in the aforementioned documents (primarily railroad cars of various AAR, DOT and ICC classifications) and the road numbers of such cars are listed in said documents.

The names and addresses of the parties referred to in said agreements are:

Citibank, N.A.  
5 Hanover Square  
New York, New York 10043  
Attention: Ronald L. Pierce

GATX Corporation  
120 South Riverside Plaza  
Chicago, Illinois 60606  
Attention: Robert W. Mitchell

If you have any questions, feel free to call me at (312) 621-6603.

Very truly yours,

*Janice M. Alonso*

Janice M. Alonso  
Assistant Secretary

JMA/djw  
3851D

*Copy of letter - Mary J. Foster*

*Check filed  
Document*

RECORDED  
MAY 8 1986  
FBI - CHICAGO

Supplemental Agreement dated as of March 31, 1986 by and between Citibank, N.A., as Trustee, and GATX Corporation, a New York corporation, formerly known as General American Transportation Corporation.

Whereas, the parties hereto entered into an Equipment Trust Agreement dated as of December 1, 1970 (the "Agreement") creating General American Transportation Corporation Equipment Trust, Series 67, which Agreement was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on November 25, 1970, Recordation No. 5887; and

Whereas, the parties hereto wish to amend Schedule A to the Agreement;

NOW, THEREFORE, the parties hereto agree that Schedule A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Trust Equipment described in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment described in Schedule II attached hereto.

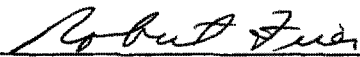
IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed in their respective corporate names and their respective corporate seals to be hereunto affixed, duly attested, as of March 31, 1986.

CITIBANK, N.A., TRUSTEE

By: 

S.D. MINEO  
SENIOR TRUST OFFICER

ATTEST:



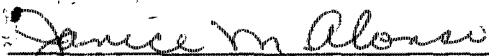
Robert Frier  
Trust Officer

GATX CORPORATION  
(FORMERLY KNOWN AS GENERAL AMERICAN  
TRANSPORTATION CORPORATION)

By: 

Robert W. Mitchell  
Vice President & Treasurer

ATTEST:



Assistant Secretary  
3775D

STATE OF NEW YORK )

) ss.:

COUNTY OF NEW YORK )

On this 28th day of April 1986, before me personally appeared S.D. MINEO, to me personally known, who, being by me duly sworn, says that he is SENIOR TRUST OFFICER of Chubb, MA, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia C. Tampo  
Notary Public

PATRICIA C. TAMPO  
Notary Public, State of New York  
No. 24-01TA4659888  
\* Qualified in Kings County \*  
Certificate Filed in New York County  
Term Expires March 30, 1987

STATE OF ILLINOIS)

) ss.:

COUNTY OF COOK )

On this 3/31/86, before me personally appeared Robert W. Mitchell, to me personally known, who, being by me duly sworn, said that he is Vice President and Treasurer of GATX Corporation, that one of the seals affixed to the foregoing instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Robert W. Mitchell  
Notary Public

3775D

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 67

REGISTRATION

Filed 1428

MAY 8 1986 -9 20 AM

INTERSTATE COMMERCE COMMISSION

SUPPLEMENTAL AGREEMENT DATED AS OF MARCH 31, 1986  
TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1970

BY AND BETWEEN

CITIBANK, N.A., TRUSTEE

AND

GATX CORPORATION

(FORMERLY KNOWN AS GENERAL AMERICAN TRANSPORTATION CORPORATION)

SCHEDULE 1  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 105A600-W	13,500	GATX 79462.	\$33,981.00	\$40,387.00	\$ 40,387.00	3-1963	3-1963
2 Tank Cars	DOT 111A100-W-1	12,500	GATX 93701, 93708.	18,116.00	27,890.00	55,780.00	7-1969	7-1969
1 Tank Car	DOT 111A100-W-1	15,800	GATX 19490.	18,343.00	28,500.00	28,500.00	3-1970	3-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 50395.	15,583.00	24,212.00	24,212.00	4-1970	4-1970
1 Tank Car	DOT 111A100-W-1	20,000	GATX 93883.	14,510.00	22,339.00	22,339.00	10-1969	10-1969
2 Tank Cars	DOT 111A100-W-1	22,000	GATX 40117, 40131.	15,934.00	23,329.00	46,658.00	1-1970	1-1970
1 Tank Car	DOT 111A100-W-1	29,200	GATX 53072.	15,693.00	24,383.00	24,383.00	4-1970	4-1970
1 Tank Car	DOT 111A100-W-2	7,000	GATX 37842.	15,181.00	8,205.00	8,205.00	6-1957	6-1957
1 Tank Car	DOT 111A60-W-1	10,000	GATX 72539.	12,755.00	6,733.00	6,733.00	1-1958	1-1958
1 Tank Car	DOT 111A60-W-1	20,000	GATX 94179.	19,731.00	30,377.00	30,377.00	7-1969	7-1969
1 Tank Car	DOT 111A60-W-1	22,000	GATX 50816.	20,218.00	29,601.00	29,601.00	2-1970	2-1970
1 Tank Car	DOT 111A60-W-1	23,100	GATX 57711.	20,214.00	29,595.00	29,595.00	1-1970	1-1970
1 Tank Car	DOT 111A60-W-1	26,000	GATX 10157.	22,057.00	33,958.00	33,958.00	11-1969	11-1969
3 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70801, 70809, 70813.	14,975.00	8,094.00	24,282.00	7-1957	7-1957
1 Tank Car	DOT 112A340-W	33,500	GATX 19024.	18,342.00	28,239.00	28,239.00	10-1969	10-1969

SCHEDULE 1  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE REMOVED

<u>QUANTITY</u>	<u>CLASSIFICATION</u>	<u>CAPACITY IN GALLONS</u>	<u>INITIALED AND CAR NUMBERS</u>	<u>COST EACH</u>	<u>VALUE EACH</u>	<u>TOTAL VALUE</u>	<u>YEAR INTO SERVICE</u>	<u>YEAR ACQUIRED</u>
1 Tank Car	DOT 111A100-W-1	13,200	GATX 19577.	\$17,794.00	\$28,554.00	\$ 28,554.00	8-1969	8-1969
1 Tank Car	DOT 111A100-W-1	13,200	GATX 19585.	17,794.00	28,554.00	28,554.00	9-1969	9-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 3962.	14,943.00	23,979.00	23,979.00	12-1969	12-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 11681.	14,271.00	22,900.00	22,900.00	6-1969	6-1969
1 Tank Car	DOT 111A100-W-1	20,000	GATX 22770.	14,280.00	22,915.00	22,915.00	7-1969	7-1969
2 Tank Cars	DOT 111A100-W-1	22,000	GATX 23670, 23671.	54,130.00	50,112.00	100,224.00	1-1980	1-1980
1 Tank Car	DOT 111A100-W-1	10,000	GATX 70882.	14,975.00	9,907.00	9,907.00	11-1957	11-1957
1 Tank Car	DOT 111A60-W-1	8,000	GATX 22705.	14,397.00	23,103.00	23,103.00	10-1969	10-1969
1 Tank Car	DOT 111A60-W-1	16,900	GATX 94068.	20,068.00	32,203.00	32,203.00	8-1969	8-1969
1 Tank Car	DOT 111A60-W-1	20,000	GATX 93730.	18,465.00	29,631.00	29,631.00	9-1969	9-1969
1 Tank Car	DOT 111A60-W-1	20,000	GATX 94009.	18,608.00	29,860.00	29,860.00	10-1969	10-1969
2 Tank Cars	DOT 111A60AL-W-1	10,000	GATX 70800, 70805.	14,975.00	9,907.00	19,814.00	7-1957	7-1957
1 Tank Car	DOT 112A340-W	33,500	GATX 94409.	17,868.00	28,673.00	28,673.00	4-1969	4-1969
1 Tank Car	DOT 112A340-W	33,500	GATX 94456.	17,868.00	28,673.00	28,673.00	6-1969	6-1969

SCHEDULE 1  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1	Airslide Car	L0	2,600 Cu.Ft. CR 878789.	\$10,687.00	\$12,993.00	\$ 12,993.00	9-1960	9-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878793.	10,687.00	12,993.00	12,993.00	8-1960	8-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878837.	10,498.00	13,835.00	13,835.00	6-1960	6-1960
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43758.	9,717.00	11,064.00	11,064.00	7-1958	7-1958
6	Airslide Cars	L0	2,600 Cu.Ft. GACX 43796, 43799, 43806, 43811, 43813, 43814.	9,717.00	11,064.00	66,384.00	9-1958	9-1958
3	Airslide Cars	L0	2,600 Cu.Ft. GACX 44008, 44014, 44062.	10,040.00	11,260.00	33,780.00	2-1959	2-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44039.	10,487.00	11,762.00	11,762.00	2-1959	2-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 44173.	10,258.00	13,519.00	13,519.00	6-1960	6-1960
2	Airslide Cars	L0	2,600 Cu.Ft. GACX 46760, 47164.	13,120.00	23,082.00	46,164.00	3-1970	3-1970
7	Airslide Cars	L0	2,600 Cu.Ft. PC 878868, 878870-878874, 878877.	10,086.00	12,349.00	86,443.00	3-1959	3-1959
2	Airslide Cars	L0	2,600 Cu.Ft. PC 878878, 878880.	10,487.00	12,840.00	25,680.00	3-1959	3-1959
19	Hoppers	HTS	3,800 Cu.Ft. GGPX 70001, 70002, 70005, 70007, 70011, 70013, 70015, 70022, 70025, 70027, 70028, 70035-70038, 70041, 70044, 70045, 70050.	20,102.00	25,467.00	483,873.00	6-1970	6-1970
5	Hoppers	HTS	3,800 Cu.Ft. GGPX 70051, 70052, 70056, 70057, 70060.	20,102.00	25,467.00	127,335.00	7-1970	7-1970

SCHEDULE 1  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
3	Airslide Cars	L0	2,600 Cu.Ft. CR 878777, 878781, 878787.	\$10,687.00	\$15,091.00	\$ 45,273.00	9-1960	9-1960
3	Airslide Cars	L0	2,600 Cu.Ft. CR 878794, 878799, 878800.	10,687.00	14,006.00	42,018.00	8-1960	8-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878821.	10,498.00	13,758.00	13,758.00	7-1960	7-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878825.	10,498.00	14,824.00	14,824.00	7-1960	7-1960
1	Airslide Car	L0	2,600 Cu.Ft. CR 878842.	10,498.00	14,824.00	14,824.00	6-1960	6-1960
4	Airslide Cars	L0	2,600 Cu.Ft. CR 878953, 878967, 878972, 878973.	10,352.00	12,824.00	51,296.00	5-1958	5-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43614.	10,151.00	12,574.00	12,574.00	3-1958	3-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43746.	9,717.00	12,037.00	12,037.00	7-1958	7-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43761.	9,839.00	13,022.00	13,022.00	4-1959	4-1959
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43769.	9,717.00	12,037.00	12,037.00	7-1958	7-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43798.	9,717.00	12,037.00	12,037.00	9-1958	9-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43968.	9,851.00	12,203.00	12,203.00	12-1958	12-1958
1	Airslide Car	L0	2,600 Cu.Ft. GACX 43999.	9,992.00	12,378.00	12,378.00	10-1958	10-1958
3	Airslide Cars	L0	2,600 Cu.Ft. GACX 44015, 44020, 44021.	10,040.00	12,259.00	36,777.00	2-1959	2-1959
4	Airslide Cars	L0	2,600 Cu.Ft. GACX 44025-44028.	10,040.00	13,288.00	53,152.00	3-1959	3-1959



SCHEDULE I  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE REMOVED

QUANTITY	CLASSIFICATION	CAPACITY IN GALLONS	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
8 Airslide Cars	L0	2,600 Cu.Ft.	GACX 44029, 44040-44042, 44045, 44046, 44048, 44056.	\$10,487.00	\$12,805.00	\$ 102,440.00	2-1959	2-1959
2 Airslide Cars	L0	2,600 Cu.Ft.	GACX 44176, 44185.	10,258.00	14,485.00	28,970.00	6-1960	6-1960
1 Airslide Car	L0	2,600 Cu.Ft.	GACX 46862.	13,120.00	22,703.00	22,703.00	4-1970	4-1970
7 Airslide Cars	L0	2,600 Cu.Ft.	PC 878751-878753, 878755, 878757-878759.	10,295.00	12,753.00	89,271.00	6-1958	6-1958
1 Airslide Car	L0	2,600 Cu.Ft.	PC 878881.	10,487.00	13,880.00	13,880.00	3-1959	3-1959
11 Airslide Cars	L0	2,600 Cu.Ft.	PC 878952, 878955, 878956, 878958, 878963, 878964, 878966, 878969, 878971, 878974, 878975.	10,352.00	12,824.00	141,064.00	5-1958	5-1958
1 Airslide Car	L0	4,180 Cu.Ft.	GACX 46473.	17,748.00	32,248.00	32,248.00	5-1969	5-1969
4 Hoppers	HTS	3,800 Cu.Ft.	GGPX 70014, 70026, 70029, 70043.	20,102.00	26,039.00	104,156.00	6-1970	6-1970

SCHEDULE 11  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	DOT 105A200-W	20,500	GATX 84771.	\$17,885.00	\$23,265.00	\$ 23,265.00	7-1963	7-1963
1 Tank Car	DOT 105A300-W	20,500	GATX 84768.	17,885.00	23,265.00	23,265.00	7-1963	7-1963
7 Tank Cars	DOT 105A300-W	21,000	GATX 84751, 84752, 84754, 84755, 84757, 84759, 84760.	16,912.00	20,105.00	140,735.00	10-1962	10-1962
1 Tank Car	DOT 105A500-W	17,300	GATX 83505.	22,526.00	26,779.00	26,779.00	5-1962	5-1962
6 Tank Cars	DOT 105A500-W	17,300	GATX 83506-83511.	22,671.00	26,952.00	161,712.00	9-1962	9-1962
1 Tank Car	DOT 105A500-W	17,300	GATX 83512.	22,671.00	26,952.00	26,952.00	10-1962	10-1962
2 Tank Cars	DOT 105A500-W	17,300	GATX 83513, 83516.	22,593.00	29,389.00	58,778.00	3-1963	3-1963
1 Tank Car	DOT 105A500-W	17,300	GATX 83515.	22,593.00	29,389.00	29,389.00	4-1963	4-1963
1 Tank Car	DOT 105A600-W	13,500	GATX 79461.	34,591.00	41,123.00	41,123.00	11-1962	11-1962
1 Tank Car	DOT 105A600-W	13,500	GATX 79462.	33,981.00	44,203.00	44,203.00	3-1963	3-1963
3 Tank Cars	DOT 111A100-W-1	16,000	GATX 38701-38703.	16,998.00	22,111.00	66,333.00	4-1963	4-1963
4 Tank Cars	DOT 111A100-W-1	16,000	GATX 38705-38708.	15,219.00	19,797.00	79,188.00	6-1963	6-1963
3 Tank Cars	DOT 111A100-W-1	16,000	GATX 39803-39805.	19,755.00	23,485.00	70,455.00	8-1962	8-1962
6 Tank Cars	DOT 111A100-W-1	16,000	GATX 39818-39820, 39822- 39824.	16,139.00	19,186.00	115,116.00	10-1962	10-1962
8 Tank Cars	DOT 111A100-W-1	16,000	GATX 39825-39832.	16,139.00	19,186.00	153,488.00	11-1962	11-1962

SCHEDULE 11  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
5 Tank Cars	DOT 111A100-W-1	16,000	GATX 39834-39838.	\$18,197.00	\$21,633.00	\$ 108,165.00	9-1962	9-1962
4 Tank Cars	DOT 111A100-W-1	16,000	GATX 39839, 39841-39843.	18,197.00	21,633.00	86,532.00	10-1962	10-1962
1 Tank Car	DOT 111A100-W-1	16,000	GATX 39844.	18,197.00	21,633.00	21,633.00	11-1962	11-1962
1 Tank Car	DOT 111A100-W-1	20,000	GATX 87430.	15,463.00	20,114.00	20,114.00	8-1963	8-1963
1 Tank Car	DOT 112J340-W	32,800	GATX 84004.	19,005.00	24,722.00	24,722.00	6-1963	6-1963
58						<u>\$1,321,947.00</u>		

SCHEDULE 11  
GENERAL AMERICAN TRANSPORTATION CORPORATION  
EQUIPMENT TRUST - SERIES 67  
CARS TO BE SUBSTITUTED

QUANTITY	CLASSIFICATION	CAPACITY	INITIALED AND CAR NUMBERS	COST EACH	VALUE EACH	TOTAL VALUE	YEAR INTO SERVICE	YEAR ACQUIRED
1 Tank Car	DOT 111A60AL-W-1	10,000	GATX 69999.	\$16,908.00	\$20,095.00	\$ 20,095.00	4-1963	4-1963
1 Tank Car	DOT 111A60AL-W-1	20,000	GATX 87113.	29,399.00	34,941.00	34,941.00	7-1963	7-1963
1 Tank Car	DOT 111A60AL-W-1	20,000	GATX 87352.	30,555.00	33,066.00	33,066.00	7-1962	7-1962
1 Tank Car	DOT 112J340-W	32,800	GATX 84098.	19,293.00	22,930.00	22,930.00	11-1963	11-1963
4 Tank Cars	DOT 112J340-W	32,800	GATX 84459, 84466, 84468, 84472.	18,890.00	22,451.00	89,804.00	11-1963	11-1963
4 Tank Cars	DOT 112J400-W	30,300	GATX 83854-83857.	21,673.00	23,454.00	93,816.00	8-1962	8-1962
4 Tank Cars	DOT 112J400-W	30,300	GATX 83858, 83860-83862.	21,673.00	23,454.00	93,816.00	9-1962	9-1962
21 Tank Cars	DOT 112J400-W	32,000	GATX 83883-83892, 83894- 83899, 83901-83905.	19,356.00	23,005.00	483,105.00	6-1963	6-1963
5 Tank Cars	DOT 112J400-W	32,000	GATX 83906, 83907, 83909- 83911.	19,356.00	23,005.00	115,025.00	7-1963	7-1963
4 Tank Cars	DOT 112J400-W	32,000	GATX 84144-84147.	20,409.00	24,256.00	97,024.00	3-1963	3-1963
13 Tank Cars	DOT 112J400-W	32,000	GATX 84149-84152, 84154, 84156, 84158, 84161, 84163, 84164, 84168- 84170.	19,123.00	22,728.00	295,464.00	4-1963	4-1963